Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

- 1. (original) A headliner assembly for a vehicle, the headliner assembly comprising:
- a headliner body having first and second surfaces, the first surface being configured to face toward a roof of the vehicle and the second surface being disposed opposite the first surface; and
- a flexible air duct attached to the first surface, the flexible air duct having an inlet for receiving pressurized air and a duct portion that channels the pressurized air;

wherein the flexible air duct inflates when air is provided through the inlet and at least partially deflates when air is not provided through the inlet.

- 2. (original) The headliner assembly of claim 1 wherein the flexible air duct includes a first flexible layer that inhibits air leakage and a second flexible layer attached to and thicker than the first flexible layer, the second flexible layer being partially compressed to increase density of the second flexible layer and to maintain a desired shape when air is not provided through the inlet.
- 3. (original) The headliner assembly of claim 2 wherein the first flexible layer is a polyethylene film.
- 4. (original) The headliner assembly of claim 2 wherein the second flexible layer is a lofted polyester material.
- 5. (original) The headliner assembly of claim 2 wherein the second flexible layer is a woven material.

S/N: 10/748,595 Reply to Office Action of September 22, 2004

- 6. (original) The headliner assembly of claim 1 further comprising a support member for supporting a section of the flexible air duct when the flexible air duct is at least partially deflated.
- 7. (original) The headliner assembly of claim 1 wherein the flexible air duct is attached to the first surface by an adhesive.
- 8. (original) The headliner assembly of claim 1 wherein the flexible air duct is attached to the first surface by vibration welding.
- 9. (original) The headliner assembly of claim 1 further comprising a vent aperture extending through the headliner body that receives pressurized air from the flexible air duct.
- 10. (original) A headliner assembly for a vehicle, the headliner assembly comprising:
- a headliner body having a plurality of material layers disposed substantially parallel to each other, the headliner body including:

an upper surface disposable adjacent to a vehicle roof;

a lower surface disposed opposite the upper surface;

a vent aperture disposed in the plurality of material layers; and

a speaker disposed in the plurality of material layers; and

a flexible air duct having a perimeter attached to the upper surface to define an air conduit;

wherein the flexible air duct is configured to inhibit resonance in response to an audio signal from the speaker.

11. (original) The headliner assembly of claim 10 wherein the flexible air duct is inflated when pressurized air is provided through an inlet and partially deflated when pressurized air is not provided through the inlet.

- 12. (original) The headliner assembly of claim 11 wherein the flexible air duct inhibits noise transmission when deflated.
- 13. (original) The headliner assembly of claim 10 wherein the flexible air duct has a first flexible layer for inhibiting air leakage and a second flexible layer disposed opposite the first flexible layer, the second flexible layer having a perimeter attached to the upper surface to define the air conduit.
- 14. (original) The headliner assembly of claim 13 wherein the second layer is partially compressed to retain a predetermined shape.
- 15. (original) A headliner assembly for a vehicle, the headliner assembly comprising:
 - a headliner body including:
 - a first surface disposed adjacent to a roof of the vehicle;
 - a second surface disposed opposite the first surface; and
 - a vent aperture passing through the first and second surfaces; and a flexible body including:
 - a flexible insulation layer for providing acoustic insulation; and
 - a flexible barrier layer for inhibiting air leakage disposed between the flexible insulation layer and the first surface;

wherein a portion of the flexible barrier layer is attached to the first surface to define a flexible air duct that inflates when air is provided through an inlet and deflates when air is not provided through the inlet.

- 16. (original) The headliner assembly of claim 15 wherein the flexible insulation layer covers substantially all of the first surface of the headliner body.
- 17. (original) The headliner assembly of claim 15 wherein the flexible barrier layer is disposed on a section of the flexible insulation layer.

Atty Dkt No. LEAR 04166 PUS (04166)

S/N: 10/748,595

Reply to Office Action of September 22, 2004

18. (original) The headliner assembly of claim 15 wherein an area of the flexible barrier layer located apart from the flexible air duct is perforated.

19. (original) The headliner assembly of claim 15 wherein the flexible insulation layer is partially compressed to retain a shape in an area adjacent to the flexible air duct.

20. (original) The headliner assembly of claim 15 further comprising a speaker disposed in the headliner body wherein the flexible body does not resonate in response to an audio signal from the speaker.